

Samuel S. Shaulson
SDNY Bar SS-0460
Morgan, Lewis & Bockius LLP
101 Park Avenue
New York, NY 10178
Phone Number: (212) 309-6718
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SDNY (Rev. 10/2006) Affidavit in Support of Motion to Admit Counsel Pro Hac Vice

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CARMELO MILLAN, Individually and on
Behalf of All other persons similarly situated,

Plaintiff,

- against -

CITIGROUP, INC.

Defendant.

Civil Action No. 07 CV 3769

**AFFIDAVIT OF
SAMUEL S. SHAULSON
IN SUPPORT OF MOTION
TO ADMIT COUNSEL
PRO HAC VICE**

State of New York)
) ss:
County of New York)

Samuel S. Shaulson, being duly sworn, hereby deposes and says as follows:

1. I am a Partner at Morgan, Lewis & Bockius and counsel for Defendant in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendant's motion to admit Sarah E. Pontoski as counsel pro hac vice to represent Defendant in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on March 14, 1994. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Sarah E. Pontoski since June 6, 2005.
4. Ms. Pontoski is an Associate at Morgan, Lewis & Bockius in Philadelphia, Pennsylvania.
5. I have found Ms. Pontoski to be a skilled attorney and a person of integrity. She is experienced in Federal practice and is familiar with the Federal Rules of Procedure.
6. Accordingly, I am pleased to move the admission of Sarah E. Pontoski, pro hac vice.
7. I respectfully submit a proposed order granting the admission of Sarah E. Pontoski, pro hac vice, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Sarah E. Pontoski, pro hac vice, to represent Defendant in the above captioned matter, be granted.

Dated: June 22, 2007

City, State: New York, New York

Notarized: Lorraine Landau

LORRAINE LANDAU
Notary Public, State of New York
No. 604879478
Qualified in Westchester County
Certified in New York County
Commission Expires 12/31/2010

Respectfully submitted,

Samuel S. Shaulson
Samuel S. Shaulson
SDNY Bar SS-0460

CERTIFICATE OF GOOD STANDING

UNITED STATES OF AMERICA

EASTERN DISTRICT OF PENNSYLVANIA

}

I, Michael E. Kunz, Clerk of the United States District Court for the Eastern District of Pennsylvania,

DO HEREBY CERTIFY That Sarah E. Pontoski , Bar # 91569, was duly admitted to practice in said Court on November 14, 2003, and is in good standing as a member of the bar of said Court.

DATED at Philadelphia, Pennsylvania

MICHAEL E. KUNZ

Clerk of Court

on June 5, 2007.

BY

Aida Ayala,

Aida Ayala
Deputy Clerk

Supreme Court of New Jersey

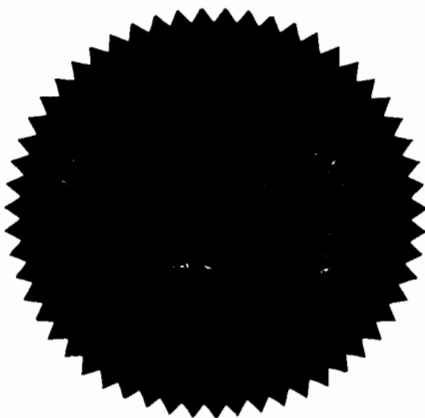


Certificate of Good Standing

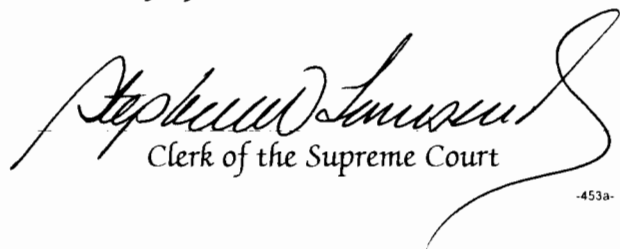
This is to certify that **SARAH E PONTOSKI**
(No. **020292003**) was constituted and appointed an Attorney at Law of New
Jersey on **December 15, 2003** and, as such,
has been admitted to practice before the Supreme Court and all other courts of this State
as an Attorney at Law, according to its laws, rules, and customs.

I further certify that as of this date, the above-named is an Attorney at Law in
Good Standing. For the purpose of this Certificate, an attorney is in "Good Standing"
if the Court's records reflect that the attorney: 1) is current with all assessments
imposed as a part of the filing of the annual Attorney Registration Statement, including,
but not limited to, all obligations to the New Jersey Lawyers' Fund for Client
Protection; 2) is not suspended or disbarred from the practice of law; 3) has not
resigned from the Bar of this State; and 4) has not been transferred to Disability
Inactive status pursuant to Rule 1:20-12.

*Please note that this Certificate does not constitute confirmation of an attorney's
satisfaction of the administrative requirements of Rule 1:21-1(a) for eligibility to
practice law in this State.*



In testimony whereof, I have
hereunto set my hand and
affixed the Seal of the
Supreme Court, at Trenton, this
7TH day of **June**, 20 **07**


Clerk of the Supreme Court

SDNY (Rev. 10/2006) Order for Admission Pro Hac Vice on Written Motion

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CARMELO MILLAN, Individually and
on Behalf of All other persons similarly
situated,

Plaintiff,

Civil Action No. 07 CV 3769

- against -

**ORDER FOR ADMISSION
PRO HAC VICE
ON WRITTEN MOTION**

CITIGROUP, INC.

Defendant.

Upon the motion of Samuel S. Shaulson, attorney for Citigroup, Inc. and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

| | |
|-------------------|--|
| Applicant's Name: | Sarah E. Pontoski |
| Firm Name: | Morgan, Lewis & Bockius LLP |
| Address: | 1701 Market Street |
| City/State/Zip: | Philadelphia, PA 19103-2921 |
| Telephone/Fax: | Telephone (215) 963-5059 Fax (215) 963-5001 |
| Email Address: | spontoski@morganlewis.com |

is admitted to practice pro hac vice as counsel for Citigroup, Inc in the above captioned case in the United States District for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of Court.

Dated: June __, 2007

City, State: New York, New York

United States District/Magistrate Judge

FOR OFFICE USE ONLY: FEE PAID \$

SDNY RECEIPT#

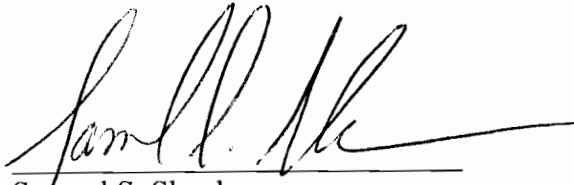
CERTIFICATE OF SERVICE

I, Samuel S. Shaulson, hereby certify that on June 22, 2007, I served a true and correct copy of the foregoing Motion upon the following via U.S. Mail:

Fran L. Rudich, Esquire
Seth R. Lesser, Esquire
LOCKS LAW FIRM
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New York, New York 10022
(212) 838-3333

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BERGER & GOTTLIEB
150 East 18th Street, Suite PHR
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(212) 228-9795

Attorneys for Plaintiff


Samuel S. Shaulson